

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Northern District of Texas  
(State)

Case number (if known): Chapter 11

☐ Check if this is an amended filing

## Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Studio Movie Grill Holdings, LLC
2. All other names debtor used in the last 8 years Studio Movie Grill  
 Include any assumed names, trade names, and *doing business* as names
3. Debtor's federal Employer Identification Number (EIN) 4 5 - 3 5 1 6 5 4 6
4. Debtor's address
- |   |   |
|---|---|
| <p>Principal place of business</p> <p><u>12404</u> <u>Park Central Drive, Suite 400N</u><br/>         Number Street</p> <p><u>Dallas</u> <u>TX</u> <u>75251</u><br/>         City State ZIP Code</p> <p><u>Dallas</u><br/>         County</p> | <p>Mailing address, if different from principal place of business</p> <p>_____<br/>         Number Street</p> <p>_____<br/>         P.O. Box</p> <p>_____<br/>         City State ZIP Code</p> <p>Location of principal assets, if different from principal place of business</p> <p>_____<br/>         Number Street</p> <p>_____<br/>         City State ZIP Code</p> |
|---|---|
5. Debtor's website (URL) www.studiomoviegrill.com

Debtor Studio Movie Grill Holdings, LLC  
Name

Case number (if known) \_\_\_\_\_

**6. Type of debtor**

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify: \_\_\_\_\_

**7. Describe debtor's business****A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))  
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
☐ Railroad (as defined in 11 U.S.C. § 101(44))  
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))  
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))  
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))  
☒ None of the above

**B. Check all that apply:**

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)  
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)  
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

**C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.**5 1 2 1**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

**Check one:**

- ☐ Chapter 7  
☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

Debtor Studio Movie Grill Holdings, LLC Case number (if known) \_\_\_\_\_  
Name

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**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?** ☒ No  
☐ Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY  
 If more than 2 cases, attach a separate list. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

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**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?** ☐ No  
☒ Yes. Debtor See attached list. Relationship \_\_\_\_\_  
 District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY  
 List all cases. If more than 1, attach a separate list. Case number, if known \_\_\_\_\_

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**11. Why is the case filed in this district?** *Check all that apply:*  
☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.  
☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

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**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?** ☒ No  
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** *(Check all that apply.)*

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
 What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other \_\_\_\_\_

**Where is the property?** \_\_\_\_\_  
Number Street  
 \_\_\_\_\_  
 \_\_\_\_\_  
City State ZIP Code

**Is the property insured?**  
☐ No  
☐ Yes. Insurance agency \_\_\_\_\_  
 Contact name \_\_\_\_\_  
 Phone \_\_\_\_\_

**Statistical and administrative information**

Debtor

Studio Movie Grill Holdings, LLC

Name

Case number (if known)

## 13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

## 14. Estimated number of creditors

- |   |  |  |
|---|--|--|
| <input type="checkbox"/> 1-49               | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99              | <input type="checkbox"/> 5,001-10,000  | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199            | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input checked="" type="checkbox"/> 200-999 |  |  |

## 15. Estimated assets

- |  |  |  |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million              | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million             | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input checked="" type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million           | <input type="checkbox"/> More than \$50 billion        |

## 16. Estimated liabilities

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million               | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million              | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million             | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

## Request for Relief, Declaration, and Signatures

**WARNING --** Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

## 17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.


I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 10/23/2020  
MM / DD / YYYY

x

  
Signature of authorized representative of debtor

William Snyder

Printed name

Title Chief Restructuring Officer

Debtor Studio Movie Grill Holdings, LLC  
Name

Case number (if known) \_\_\_\_\_

18. Signature of attorney

x  Date  
Signature of attorney for debtor

10/23/2020  
MM / DD / YYYY

Frank J. Wright  
Printed name

Law Offices of Frank J. Wright, PLLC  
Firm name

2323 Ross Avenue, Suite 730  
Number Street

Dallas  
City

TX 75201  
State ZIP Code

(214) 935-9100  
Contact phone

frank@fjwright.law  
Email address

22028800  
Bar number

TX  
State

DEBTORS	FEIN #
Studio Movie Grill Holdings, LLC, a Texas limited liability company	45-3516545
Movie Grill Concepts I, Ltd., a Texas limited partnership	75-2836645
Movie Grill Concepts III, Ltd.	11-3682793
Movie Grill Concepts IV, Ltd.	20-1921454
Movie Grill Concepts VI, Ltd.	20-5146895
Movie Grill Concepts VII, LLC	20-8192291
Movie Grill Concepts IX, LLC	26-0483736
Movie Grill Concepts X, LLC	27-4486906
Movie Grill Concepts XI, LLC	26-4202837
Movie Grill Concepts XII, LLC	26-4546040
Movie Grill Concepts XIII, LLC	80-0775299
Movie Grill Concepts XIV, LLC	46-0714709
Movie Grill Concepts XV, LLC	46-1384939
Movie Grill Concepts XVI, LLC	45-5581033
Movie Grill Concepts XVII, LLC	46-2101733
Movie Grill Concepts XVIII, LLC	46-2118322
Movie Grill Concepts XIX, LLC	46-2129646
Movie Grill Concepts XX, LLC	46-2137300
Movie Grill Concepts XXI, LLC	46-2421508
Movie Grill Concepts XXII, LLC	46-2426748
Movie Grill Concepts, XXIII, LLC	46-2437893
Movie Grill Concepts XXIV, LLC	46-2455114
Movie Grill Concepts XXV, LLC	46-2464985
Movie Grill Concepts XXVI, LLC	46-4235233
Movie Grill Concepts XXVII, LLC	46-4244427
Movie Grill Concepts XXVIII, LLC	46-4281554
Movie Grill Concepts XXIX, LLC	46-4305857
Movie Grill Concepts XXX, LLC	46-4291431
Movie Grill Concepts XXXI, LLC	46-5153223

DEBTORS	FEIN #
Movie Grill Concepts XXXII, LLC	46-5160196
Movie Grill Concepts XXXIII, LLC	46-5181505
Movie Grill Concepts XXXIV, LLC	46-5189770
Movie Grill Concepts XXXV, LLC	46-5210571
Movie Grill Concepts XXXVI, LLC	47-0976927
Movie Grill Concepts XXXVIII, LLC	47-0999657
Movie Grill Concepts XXXIX, LLC	47-1013605
Movie Grill Concepts XL, LLC	47-1024454
Movie Grill Concepts XLI, LLC	47-5284624
Movie Grill Concepts XLII, LLC	47-5292309
Movie Grill Concepts XLIII, LLC	47-5319721
Movie Grill Concepts XLIV, LLC	47-5358783
Movie Grill Concepts XLV, LLC	47-5352570
Movie Grill Concepts XLVI, LLC	83-0812344
Movie Grill Concepts XLVII, LLC	83-0825866
Movie Grill Concepts XLVIII, LLC	83-0838601
Movie Grill Concepts XLIX, LLC	83-0860537
Movie Grill Concepts L, LLC	83-0885940
Movie Grill Concepts LI, LLC	84-2787754
Movie Grill Concepts LII, LLC	84-2798624
Movie Grill Concepts LIII, LLC	84-2833066
Movie Grill Concepts LIV, LLC	84-2852018
Movie Grill Concepts LV, LLC	84-2874699
Movie Grill Concepts XXXVII, LLC	47-0986401
OHAM Holdings, LLC, a Texas limited liability company	83-4100966
Movie Grill Concepts Trademark Holdings, LLC, a Texas limited liability company	45-4483096
Movie Grill Partners 3, LLC	55-0824200
Movie Grill Partners 4, LLC	20-1921363
Movie Grill Partners 6, LLC	20-5133334

DEBTORS	FEIN #
MGC Management I, LLC	45-4483224
Studio Club, LLC	75-2853023
Studio Club IV, LLC	20-3929440



**MINUTES OF A SPECIAL TELEPHONIC MEETING  
OF THE BOARD OF MANAGERS OF  
STUDIO MOVIE GRILL HOLDINGS, LLC**

A special telephonic meeting of the Board of Managers of Studio Movie Grill Holdings, LLC, a Texas limited liability company (the "**Company**"), took place on October 14, 2020 via a Zoom call pursuant to notice duly given. The following members of the Board of Managers ("**Board**"), constituting all of the managers and therefore a quorum, participated: Brian Schultz, Tim Warner, Shelly Stein, Tom Lutz, Michael Lambert and Walter Weil. Also present by the invitation of the Board was Frank Wright, the Company's counsel, William Snyder, the CRO, and Mike Juniper with CR3 Partners, the Company's restructuring advisers. The meeting was called to order at approximately 4:00 p.m. CT.

The Board was given an update on the operations of the Company, the status of the industry, a DIP loan by the existing lenders, D&O coverage and indemnification, the need for a Restructuring Committee and Chapter 11 in general.

Following a lengthy discussion, and upon motion duly made and seconded, the Board unanimously approved the following resolutions subject to the Company obtaining a commitment from the existing lenders on a DIP loan to finance a bankruptcy proceeding and reaching agreement with Brian Schultz on a consulting agreement:

**APPROVAL OF COMPANY'S BANKRUPTCY FILING**

**WHEREAS**, in the judgment of the Board it is desirable and in the best interest of the Company, its subsidiaries, its creditors, and other interested parties that a petition be filed by the Company, and any of its subsidiaries deemed necessary by the Officers of the Company, seeking relief under the provisions of chapter 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the "**Bankruptcy Code**").

**NOW, THEREFORE, BE IT**

**RESOLVED**, that the Officers of the Company are hereby authorized, directed, and empowered, on behalf of and in the name of the Company, to execute and file a petition in the name of the Company, and any subsidiaries deemed necessary, under the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Northern District of Texas (the "**Chapter 11 Case**") in such form and at such time as the Officers executing said petition shall determine;

**RESOLVED FURTHER**, the Officers, or any one of them be, and each hereby is, authorized, directed, and empowered, on behalf of and in the name of the Company, to employ and retain the Law Offices of Frank J. Wright, PLLC, 2323 Ross Ave., Suite 730, Dallas, Texas 75201 ("**FJW**") as bankruptcy counsel for the Company and its subsidiaries in the Chapter 11 Case;

**RESOLVED FURTHER**, that the Officers, or any one of them be, and each hereby is, authorized, directed, and empowered, on behalf of and in the name of the Company and its subsidiaries, to employ and retain such further legal, financial, accounting and bankruptcy services firms (together with FJW the "Professionals") as may be deemed necessary or appropriate by the Officers for the Chapter 11 Case;

**RESOLVED FURTHER**, that all acts lawfully done or actions lawfully taken by any Officer of the Company or any of the Professionals to seek relief on behalf of the Company under chapter 11 of the Bankruptcy Code or in connection with the Chapter 11 Case, or any matter or proceeding related thereto, be, and hereby are, adopted, ratified, confirmed, and approved in all respects as the acts and deeds of the Company;

**RESOLVED FURTHER**, that a Restructuring Committee ("**Restructuring Committee**") be formed to interface with the CRO on behalf of the Board, which Restructuring Committee shall initially consist of Tim Warner and Shelly Stein;

**RESOLVED FURTHER**, that the Company is authorized, directed and empowered to enter into Independent Manager Agreements with the members of the Restructuring Committee which agreements are to include indemnification as well as reasonable compensation;

**RESOLVED FURTHER**, that the Company, and its subsidiaries, as debtors and debtors-in-possession under chapter 11 of the Bankruptcy Code, shall be and hereby are authorized to: (a) borrow funds from and undertake any and all related transactions contemplated thereby (collectively, the "Financing Transactions") with such lenders and on such terms as may be approved by any one of the Officers, as reasonably necessary for the continuing conduct of affairs of the Company and (b) pay related fees and grant security interests in and liens on some, all, or substantially all of the Company's and its subsidiaries' assets, as may be deemed necessary by any one or more of the officers of the Company in connection with such borrowings;

**RESOLVED FURTHER**, that the Officers be, and each of them hereby is, authorized and empowered, with full power of delegations, in the name of, and on behalf of, the Company and its subsidiaries, as debtors and debtors-in-possession, to take such actions and execute and deliver such agreements, certificates, instruments, notices, and any and all other documents as may be deemed necessary or appropriate to facilitate or consummate the Financing Transactions;

**RESOLVED FURTHER**, that the Officers be, and each of them hereby is, authorized and empowered, with full power of delegations, in the name of, and on behalf of, the Company, as a debtor and debtor-in-possession, to take such actions and execute and deliver such agreements, certificates, instruments, notices, and any and all other documents as may be deemed necessary or appropriate to facilitate or consummate the Sale;

**RESOLVED FURTHER**, that the Officers be, and each of them hereby is, authorized and empowered, with full power of delegations, for and in the name and on behalf of the Company to amend, supplement, or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements, or other writings referred to in the foregoing resolutions.

**RATIFICATION OF PRIOR ACTIONS**

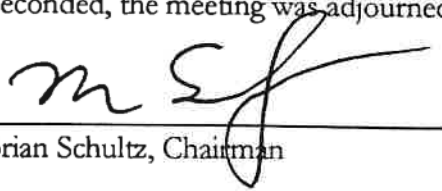
**RESOLVED**, that any and all actions of any Officer of the Company taken prior to the date hereof to (i) carry out the purposes of the foregoing resolutions and the transactions contemplated thereunder and (ii) take any such action to constitute conclusive evidence of the exercise of such discretionary authority, are hereby ratified, approved and confirmed in all respects.

**GENERAL AUTHORIZATION AND RATIFICATION**

**RESOLVED**, that the Officers are authorized, directed, and empowered, with full power of delegation, on behalf of and in the name of the Company and its subsidiaries, to execute, verify, and/or file, or cause to be filed and/or executed or verified (or direct others to do so on their behalf as provided herein) all necessary documents, including, without limitation, all petitions, employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action that they deem necessary and proper in connection with the Chapter 11 Case contemplated hereby; and

**RESOLVED FURTHER**, that the Officers be, and each of them hereby is, authorized, with full power of delegation, for and in the name and on behalf of the Company to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered all such further agreements, documents, certificates, and undertakings, and to incur all such fees and expenses, as in their judgment shall be necessary, appropriate, or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions.

Next, the Board discussed the timing and process for the bankruptcy filing. There being no further business to consider, and upon motion duly made and seconded, the meeting was adjourned.

  
\_\_\_\_\_  
Brian Schultz, Chairman

**Fill in this information to identify the case:****Debtor name:** Studio Movie Grill Holdings, LLC, et al.**United States Bankruptcy Court for the:** Northern District of Texas**Case number (if known):** 20-\_\_\_\_\_☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders, on a Consolidated Basis**

12/15

A list of creditors holding the 30 Largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 Largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Construct & Maintain Corp. 27075 Cabot Road Suite 114 Laguna Hills CA 92653	Greg Miller greg@cmcorp.com Tel: 949-305-8888	Development service provider or Construction Contractor	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$3,800,620.66	\$0.00	\$3,800,620.66
2	EMJ Corporation 2034 Hamilton Place Blvd. 4th Floor Chattanooga TN 37421	Matthew Connors matthew.connors@emjcorp.com Tel: 972-582-3456	Development service provider or Construction Contractor	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$2,867,877.15	\$0.00	\$2,867,877.15
3	Spirit Master Funding X, LLC Attention: Portfolio Servicing 2727 N. Harwood Street Suite 300 Dallas TX 75201	Mario Bejarano mbejarano@spiritrealty.com Tel: 972-476-1926	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$2,236,297.64	\$0.00	\$2,236,297.64
4	SEGARS Group LLC 14355 Providence Road Alpharetta GA 30004	Kyle Irby kirby@segarsgroup.com Tel: 770-777-0585 Ext. 225	Development service provider or Construction Contractor	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$1,906,396.35	\$0.00	\$1,906,396.35
5	Vista Entertainment Solutions Ltd. 335 N Maple Drive Suite 150 Beverly Hills CA 90210	Tess Manchester Tess.manchester@vista.com Tel: 636-484-3798	Service Provider or Contractor	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$1,354,529.62	\$0.00	\$1,354,529.62
6	STORE Master Funding III, LLC Attn: Asset Management 8377 E. Hartford Drive Suite 100 Scottsdale AZ 85255	Cathy Phillips cphillips@storecapital.com Tel: 480-256-1101 Fax: 480-256-1101	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$985,375.58	\$0.00	\$985,375.58
7	US Food Service 3682 Collection Center Drive Chicago IL 60693	Sean Johnson sean.johnson@usfoods.com Tel: 847-268-5734	Consumable supplier	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$926,573.70	\$0.00	\$926,573.70

Debtor **Studio Movie Grill Holdings, LLC, et al.**Case number (if known) **20-**\_\_\_\_\_

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
8 Bwana Theater Partners, LLC Lauren or Jon Goldstein 6632 Telegraph Road #193 Bloomfield Hills MN 48301	Lauren Goldstein laurengoldstein@me.com Tel: 248-225-8004	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$895,329.40	\$0.00	\$895,329.40
9 Rancho Keystone Park, L.P. c/o The Woodmont Company 2100 West 7th Street Ft. Worth TX 76107	Kim Cort kcort@woodmont.com Tel: 817-377-7737 Fax: 817-377-7729	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$754,488.12	\$0.00	\$754,488.12
10 BRE RC Lincoln Square TX LP  Lincoln Square RC RioCan LP 307 Fellowship Road Suite 116 Mt. Laurel NJ 08054	Rebecca Bermingham rbermingham@shopcore.com Tel: 858-798-1495	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$750,882.86	\$0.00	\$750,882.86
11 Lockard Midland Square, LLC; Midland Tower Properties, LLC; Lockard Development, Inc. c/o Lockard Development, Inc. Attention: Property Management 4501 Prairie Parkway Cedar Falls IA 50613	Josh Edgerton jedgerton@lockardonline.com Tel: 319-277-8000 Fax: 319-233-5659	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$692,357.24	\$0.00	\$692,357.24
12 University Mall Portwood Owner LLC University Mall TIC Owner LLC, University Mall SOHO Owner LLC University Mall Portwood Owner LLC, c/o RD Management LLC Attn: Richard Birdoff 810 Seventh Avenue 10th Floor New York NY 10019	Velvet Hilborn vhilborn@rdmanagement.com Tel: 813-971-3466	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$679,875.12	\$0.00	\$679,875.12
13 Tyler Broadway/CentennialLP Attn: David Wilson 2525 McKinnon Street Suite 700 Dallas TX 75201	Teresa Parker tparker@theretailconnection.net Tel: 214-572-8406	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$668,934.00	\$0.00	\$668,934.00
14 AmREIT SSPF Berkeley c/o EDENS Limited Partnership Attn: Legal Department 1221 Main Street Suite 1000 Columbia SC 29201	Courtney Cavakian cavakian@edens.com Tel: 214-691-2302 Fax: 214-691-2301	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$689,172.62	\$25,000.00	\$664,172.62
15 Brixmor Operating Partnership 2, LLC c/o Brixmor Property Group 420 Lexington Avenue 7th Floor New York NY 10170	Scott Hunter scott.hunter@brixmor.com Tel: 770-360-8440	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$655,922.70	\$0.00	\$655,922.70

Debtor **Studio Movie Grill Holdings, LLC, et al.**Case number (if known) **20-**\_\_\_\_\_

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
16	Inorca Cl. 18 #118-85 Cali, Valle del Cauca Colombia	Katherine Baracaldo katherine@inorca.com Tel: (072) 489-6999 Ext. 0000	Development service provider or Construction Contractor	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$621,542.45	\$0.00	\$621,542.45
17	ACS Enterprises PO Box 810 Walnut CA 91788-0810	Anthony Michaels amichaels@acs-ent.com Tel: 909-595-3484	Repairs & Maintenance	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$619,848.20	\$0.00	\$619,848.20
18	Spirit Realty, L.P. Attention: Portfolio Servicing 2727 N. Harwood Street Suite 300 Dallas TX 75201	Mario Bejarano mbejarano@spiritrealty.com Tel: 972-476-1926	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$583,294.66	\$0.00	\$583,294.66
19	Rice Lake Square, LLC c/o Grosvenor Attn: Asset Manager Attn: President One California Street Suite 2500 San Francisco CA 94111	Janet Wegener jwegener@midamericagrp.com Tel: 630-954-7353	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$557,381.36	\$0.00	\$557,381.36
20	Bayside SVTC, LLC c/o Festival Management Corporation Attn: Legal Department 5901 W. Century Boulevard Suite 700 Los Angeles CA 90045	Sandra Cason s.cason@festivalcos.com Tel: 310-665-9671 Fax: 310-665-9009	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$538,872.00	\$0.00	\$538,872.00
21	Presidio Technology Capital LLC DEPT 2058 PO Box 74390 Chicago IL 60690	Pamela Kirkpatrick pkirkpatrick@presidio.com Tel: 678-291-1957 Fax: 770-326-7636	Service Provider or Contractor	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$521,869.68	\$0.00	\$521,869.68
22	Harberg Mediation and Law Group 2919 Commerce Street Suite 301 Dallas TX 75226	Joseph Harberg joe@harbergmediation.com Tel: 214-494-0011	Service Provider or Contractor	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$480,504.00	\$0.00	\$480,504.00
23	Capital One CC 600 N Pearl Street Suite 2500 Dallas TX 75201	Kaleb Curtis kaleb.curtis@capitalone.com Tel: 817-888-4934	Vendor paid with Credit Card or Credit Card Provider	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$480,233.97	\$0.00	\$480,233.97
24	Peninsula Main VA, LLC 16600 Dallas Parkway Suite 300 Dallas TX 75248	Ava Green ava@peninsulatowncenter.com Tel: 757-838-1505 ext. 120	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$428,298.90	\$0.00	\$428,298.90
25	Film Tech Cinema Systems, LLC 901 International Parkway Suite 100 Richardson TX 75081	Kevin Fox kfox@film-tech.com Tel: 855-345-6832 ext.203	Film service providers and technicians	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$428,197.52	\$0.00	\$428,197.52

Debtor **Studio Movie Grill Holdings, LLC, et al.**Case number (if known) **20-**\_\_\_\_\_

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
26	RPT Realty, L.P. 20750 Civic Center Drive Suite 310 Southfield MI 48076	Connie Eberle ceberle@rptrealty.com Tel: 248-592-6062	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$431,877.32	\$15,288.51	\$416,588.81
27	AT&T c/o Bankruptcy 4331 Communications Drive Flr 4W Dallas TX 75211	Kathryn Hendrickson kh4173@att.com Tel: 214-862-0394	Utility Provider	<input checked="" type="checkbox"/> C <input checked="" type="checkbox"/> U <input checked="" type="checkbox"/> D	\$405,934.27	\$0.00	\$405,934.27
28	MV EPICENTRE II LLC and Epicentre SPE (Charlotte), LLC c/o Mount Vernon Asset Management, LLC Attn: Geoffrey M. Curme 2125 Southend Drive Suite 253 Charlotte NC 28203	Sonya Petty spetty@cimgroup.com Tel: 469-687-4303	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$391,147.00	\$0.00	\$391,147.00
29	5500 South Freeway, LLC Charles Dunn Real Estate Services, Inc., Attention: Bryan Wu 800 West 6th Street Suite 600 Los Angeles CA 90017	Veronica Seglin vs@adnmgmt.co Tel: 310-844-7806 ext 15	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$372,665.66	\$0.00	\$372,665.66
30	69th Street Retail Owner, LP c/o AAC 69th Street Management, LLC Attn: Lease Administration 150 East 58th Street New York NY 10155	Marina Chernov mchernov@aacrealty.com Tel: 646-214-0237 Fax: 646-214-0057	Leased property Landlord	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D	\$361,628.26	\$0.00	\$361,628.26



Fill in this information to identify the case and this filing:

Debtor name: Studio Movie Grill Holdings, LLC, et al.

United States Bankruptcy Court for the: Northern District of Texas

Case number (if known): 20-\_\_\_\_\_

## Official Form 202

# Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

## Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_
- ☒ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders, on a Consolidated Basis (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 10/21/2020  
MM/DD/YYYY

x

  
Signature of individual signing on behalf of debtor

William L. Snyder  
Printed name

CRO  
Position or relationship to debtor